

PARTIAL RELEASE AND SATISFACTION OF LEASE

Equipment Lease - C & O Trust No. 3

RECORDATION NO. 6095-A  
NOV 22 1988 12 45 PM  
INTERSTATE COMMERCE COMMISSION

WHEREAS, under the Lease of Railroad Equipment dated as of March 1, 1971 among D.E. Mundell and Ben Maushardt, not in their individual capacities but solely as Trustees under a Trust Agreement: (the "Trust") dated as of March 1, 1971 (the "Lessor"), United States Leasing International, Inc., as Agent for the Lessor (the "Agent") and CSX Transportation, Inc. (the "Lessee") (successor by merger with Chesapeake and Ohio Railway Company on September 2, 1977), Lessee acquired possession and use of the Railroad Equipment (the "Equipment") described in the Lease; and

WHEREAS, the Lessee has determined the Equipment described on Exhibit A attached hereto to be unserviceable for use and has made settlement for the Equipment involved;

NOW THEREFORE, for good and valuable consideration received the Trust hereby relinquishes all right, title and interest to the Equipment declared to be unserviceable and does hereby relinquish all title and interest in and to that particular equipment and does hereby consent that such equipment AND ONLY SUCH EQUIPMENT be released and discharged of record.

The Equipment Lease was recorded with the Interstate Commerce Commission on April 7, 1971 and assigned ICC Recordation Number 6095-A.

IN WITNESS WHEREOF, the undersigned has executed this Release on this 15TH day of Nov., 1988.

(Corporate Seal)

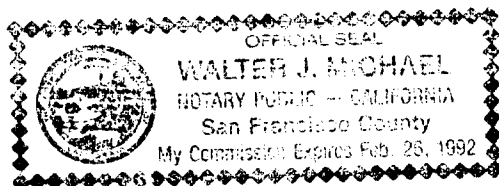
UNITED STATES LEASING INTERNATIONAL, INC.  
Agent for the Trust under the Trust  
Agreement dated as of March 1, 1971

By: Kesawakemian

Its Assistant Vice President

State of California                    )  
County of San Francisco            )                    ss:

Walter J. Mikhail  
Notary Public:



My commission expires: February 26, 1992

EXHIBIT A

U. S. LEASING      CARS = 41

	OLD		NEW
	INIT NUMBER	~	INIT NUMBER

CO	62768	-	CSXT 811985
CO	62784	-	CSXT 812000
CO	62864	-	CSXT 812075
CO	62873	-	CSXT 812083
CO	62880	-	CSXT 812089
CO	62918	-	CSXT 812127
CO	62923	-	CSXT 812132
CO	62963	-	CSXT 812172
CO	62969	-	CSXT 812178
CO	63061	-	CSXT 812268
CO	63086	-	CSXT 812291
CO	63125	-	CSXT 812330
CO	63136	-	CSXT 812340
CO	63233	-	CSXT 812434
CO	63243	-	CSXT 812444
CO	63248	-	CSXT 812449
CO	63288	-	CSXT 812487
CO	63303	-	CSXT 812502
CO	63312	-	CSXT 812511
CO	63322	-	CSXT 812521
CO	63337	-	CSXT 812554
CO	63366	-	CSXT 812563
CO	63368	-	CSXT 812565
CO	63369	-	CSXT 812566
CO	63409	-	CSXT 812605
CO	63420	-	CSXT 812616
CO	63444	-	CSXT 812638
CO	63466	-	CSXT 812659
CO	63472	-	CSXT 812665
CO	63473	-	CSXT 812666
CO	63484	-	CSXT 812677
CO	63485	-	CSXT 812678
CO	63524	-	CSXT 812714
CO	63532	-	CSXT 812722
CO	63554	-	CSXT 812744
CO	63557	-	CSXT 812747
CO	63569	-	CSXT 812759
CO	63603	-	CSXT 812791
CO	63607	-	CSXT 812794
CO	63663	-	CSXT 812849
CO	63676	-	CSXT 812861